

U.S. DISTRICT COURT
NORTHERN DISTRICT OF TEXAS
FILED
APR 27 2004
CLERK, U.S. DISTRICT COURT
By _____
Deputy

§

VS.

For

I.

- 1

7. Defendant admits the allegations in paragraph 3.03 of Plaintiffs' Complaint.
8. Defendant denies that he filed suit against Plaintiffs in the State Court Action in his individual capacity. Defendant admits that he caused a shareholder derivative suit to be filed against Plaintiffs and Plaintiffs' attorney.
9. Defendant lacks sufficient knowledge to admit or deny the allegations in paragraph 3.05 of Plaintiffs' Complaint.
10. Defendant admits the allegations in paragraph 3.06 of Plaintiffs' Complaint.
11. Defendant denies the allegations in paragraph 3.07 of Plaintiffs' Complaint.
12. Defendant admits that documents were exchanged but otherwise denies the allegations in paragraph 3.08 of Plaintiffs' Complaint.
13. Defendant denies the allegations in paragraph 3.09 of Plaintiffs' Complaint.
14. Defendant denies the allegations in paragraph 3.10 of Plaintiffs' Complaint.
15. Defendant admits the allegations in paragraph 4.01 of Plaintiffs' Complaint.
16. Defendant admits the allegations in paragraph 4.02 of Plaintiffs' Complaint.
17. Defendant admits the allegations in paragraph 4.03 of Plaintiffs' Complaint.
18. Defendant admits the allegations in paragraph 4.04 of Plaintiffs' Complaint.
19. Defendant denies the allegations in the final two sentences of paragraph 4.05 of Plaintiffs' Complaint. Defendant admits all other allegations in paragraph 4.05 of Plaintiffs' Complaint.
20. Defendant admits the allegations in paragraph 4.06 of Plaintiffs' Complaint.
21. Defendant admits the allegations in paragraph 4.07 of Plaintiffs' Complaint.
22. Defendant admits the allegations in the second sentence of Paragraph 4.08 of Plaintiffs'

Complaint, and denies all other allegations in Paragraph 4.08 of Plaintiffs' Complaint.

23. Defendant denies the allegations in paragraph 4.09 of Plaintiffs' Complaint.

24. Defendant admits the allegations in paragraph 4.10 of Plaintiffs' Complaint.

25. Defendant denies the allegations in paragraph 5.01 of Plaintiffs' Complaint.

26. Defendant denies the allegations in paragraph 5.02 of Plaintiffs' Complaint.

27. Defendant denies the allegations in paragraph 5.03 of Plaintiffs' Complaint.

28. Defendant denies the allegations in the final two sentences of paragraph 5.04 of Plaintiffs'

Complaint and admits all other allegations therein.

29. Defendant denies the allegations in paragraph 5.05 of Plaintiffs' Complaint.

30. Defendant admits the allegations in the first sentence of paragraph 5.06 of Plaintiffs'

Complaint and denies all other allegations therein.

31. Defendant denies the allegations in paragraph 5.07 of Plaintiffs' Complaint.

32. Defendant denies the allegations in paragraph 5.08 of Plaintiffs' Complaint.

33. Defendant denies the allegations in paragraph 5.09 of Plaintiffs' Complaint.

34. Defendant opposes the relief requested in paragraph 6.01 of Plaintiffs' Complaint.

35. Defendant opposes the relief requested in paragraph 6.02 of Plaintiffs' Complaint.

36. Defendant opposes the relief requested in paragraph 6.03 of Plaintiffs' Complaint.

37. Defendant opposes the relief requested in paragraph 6.04 of Plaintiffs' Complaint.

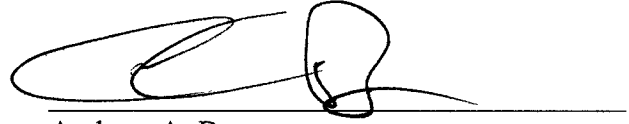
38. Defendant denies all further allegations in Plaintiffs' Complaint and opposes any and all relief sought by Plaintiff in the remaining paragraphs of the Complaint.

Affirmative Defenses

39. Defendant hereby asserts the affirmative defense of lack of subject matter jurisdiction.

Respectfully submitted,

BERGMAN & BIRD, L.L.P.

A handwritten signature in black ink, appearing to read 'A. Bergman', is written over a horizontal line.

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ATTORNEYS FOR DEFENDANT

CERTIFICATE OF SERVICE

I, Andrew A. Bergman, do hereby certify that a true and correct copy of the foregoing document has been served on the following via the method indicated on this the 27th day of April, 2004.



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